MOBI724 GLOBAL SOLUTIONS INC.

Management Discussion and Analysis (“MD&A”)

For the three-month period ended March 31, 2016

Management Discussion and Analysis

Introduction

This Management Discussion and Analysis ("MD&A") for Mobi724 Global Solutions Inc. (the "Company", "Mobi" or "we") focuses on the significant activities of the Company which occurred during the three-month period ended March 31, 2016.

This MD&A includes information about the Company up to May 31, 2016, date of the deposit of this MD&A to the authorities.

The Company's condensed interim consolidated financial statements (unaudited), along with the comparative periods presented in them, have been prepared by and are the responsibility of the Company's management.

All amounts in this document are in Canadian dollars, which is the reporting currency of the Company. This MD&A was not audited by the Company's external auditors.

The Company's management is responsible for the preparation of the consolidated financial statements as well as other information contained in this MD&A. The Board of Directors is required to ensure that management assumes their responsibility with regards to the preparation of the Company's financial statements.

The Board adopted the creation of an Audit Committee to assist the management in relation to the preparation of its financial statements. The Audit Committee's role is to meet with members of the management team to discuss the operating results and the financial situation of the Company. The Audit Committee makes recommendations to the Company's management before the financial statements are presented to the Board of Directors for their examination and approval.

On May 31, 2016, the Board of Directors approved and authorized for release: i) the interim consolidated financial statements (unaudited) for the three-month period ended March 31, 2016; and, ii) the MD&A for the three-month period ended March 31, 2016.

Additional information regarding the Company is available on the SEDAR website at www.sedar.com and includes the Company's other recent financial reports, securities and continuous disclosure documents.

Certain information provided by the Company in this MD&A, and in other documents publicly filed throughout the year that are not recitation of historical facts, may constitute forward-looking statements. The words "may", "would", "could", "will", "likely", "estimate", "believe", "expect", "forecast" and similar expressions are intended to identify forward-looking statements.

Readers are cautioned that such statements are only predictions and the actual events or results may differ materially. In evaluating such forward-looking statements, readers should specifically consider the various factors that could cause actual events or results to differ materially from those indicated by such forward-looking statements.

Corporate Overview

Mobi was incorporated under the Business Corporations Act (Alberta) on February 8, 2005. The Company's registered office, and its head office, is located at 257 Sherbrooke St. East, Suite 400, Montreal, Quebec, H2X 1E3.

The interim consolidated financial statements comprise the Company and its wholly-owned subsidiaries First Equity Strategy LLC ("First Equity"), incorporated in the State of Delaware (USA), Hybrid-PayTech Asia Pacific (HK) Limited, incorporated in Hong Kong, Vault Acquiring Solutions LLC, incorporated in the state of Delaware (USA), Mobi724 Asia Inc., incorporated in the Philippines, Solutions Mobi724 Inc., incorporated under the Corporations Act (Canada) including Solutions Mobi724 Inc.'s fully owned subsidiary, Mobi724 Solutions S.R.L., which is incorporated in Argentina and IQ 7/24 Inc., incorporated under the Corporations Act (Canada).

Mobi is a technology leader in digital incentives (such as card-linked offers & digital marketing), payment solutions (including mobile payment), loyalty programs and data analytics.

Mobi offers a unique and fully integrated suite of solutions – PAYMENT - COUPONING - LOYALTY (all in one).

Our vision is to enhance the value of commoditized payment transactions to the players in this eco- system (card associations, banks, mobile carriers and retailers) by adding layers of intelligence to these card-linked transactions (i.e. smart transactions) in a seamless manner for all the players in the eco- system.

Mobi unleashes the true potential of both payment and card-linked couponing/rewards transactions for both online and offline points of sale (POS).

Mobi provides its customers with full and comprehensive traceability and enriched consumer data through its offering. Its solutions enables card associations, retailers, manufacturers, offer providers, mobile operators and card issuers to create, manage, deliver and "track and measure" incentive campaigns worldwide to ANY mobile device and allow its redemption at ANY point of sales.

Our credit and debit EMV payment solutions will allow banks to process end to end EMV transactions, focusing on authentication, approved security and quick merchant adoption which allows the users to process payments with a wide range of devices over a secure and seamless transaction.

Mobi's PCI and EMV switch, with their device agnostic connectivity, simplifies deployment and integration, and introduces new payment and digital incentives solutions to the market enabling multi layered intelligent transactions therefore SMART TRANSACTIONS.

The common shares of Mobi are traded under the symbol "MOS" on the Canadian Securities Exchange ("CSE").

You will find a review of the Company's business activities, for the three-month period ended March 31, 2016, in the following pages.

New Management Team since Q4 2014 and New Board of Directors since 2015

Marcel Vienneau, President of Solutions Mobi724 Inc. accepted the position of CEO at the end of October 2014. Other members of Solutions Mobi724 Inc.'s management team along with new managers recruited from outside the Company assumed the management of the Company since November 2014.

The Company's new management team is entirely dedicated to: i) monetizing the Company's solutions; ii) generating high financial returns to its shareholders by focusing on revenue generation, reducing the burn rate and improving the balance sheet; iii) being transparent and communicate more frequently and more adequately with its shareholders and the financial community; and, iv) observe the highest of ethical standards in all of its actions.

In order to adequately support the management team in its objective to generate the highest possible revenues for the Company, new board of directors, composed of renowned business operators, were nominated in January 2015 and started their duties in August 2015. All mandates were unanimously renewed at the April 14, 2016 shareholders meeting and added a new business executive to a now 6 board members slate.

Going Concern

These consolidated financial statements have been prepared on a going concern basis in compliance with IFRS. A going concern basis contemplates the realization of the carrying value of assets and the settlement of liabilities in the normal course of business as they come due, which is dependent on future events including amongst other things, attaining a satisfactory revenue level from its technologies and solutions, attainment of profitable operations, the generation of cash from operations and the ability to secure new financing arrangements and new capital to carry out its business plan. These matters are dependent on a number of items outside of the Company's control and there exists material uncertainties that may cast significant doubt about the Company's ability to continue as a going concern.

In assessing whether the going concern assumption is appropriate, management takes into account all available information about the future, which is at least, but not limited to twelve months from the end of the reporting period. Management is aware, in making its assessment, of material uncertainties related to events and conditions that may cast a significant doubt upon the Company's ability to continue as a going concern as described in the following paragraphs, and accordingly, the appropriateness of the use of accounting principles applicable to a going concern. These consolidated financial statements do not reflect the adjustment to the carrying values of assets and liabilities, expenses and financial position classifications that would be necessary if the going concern assumption was not appropriate. These adjustments could be material.

The Company can give no assurance that it will achieve profitability or be capable of sustaining profitable operations. These consolidated financial statements do not include any adjustments relating to the recoverability and classification of the carrying amounts of assets or the amount and classification of liabilities that might result if the Company is unable to continue as a going concern. These factors raise substantial doubt regarding the ability of the Company to continue as a going concern.

The business plan of the Company is to generate revenue through the license of its software platform to banks, wireless telecommunication companies and similar enterprises. These sales are dependent on the completion and/or the improvement of the software platforms, obtaining security certification for the platforms, servers and data communications and the integration of the Company's platform with multiple financial institutions or enterprises.

There is a chance that all of the necessary elements will not be completed. Delays in software development, changes in security standards and/or the refusal of a payment acquirer to cooperate with the Company to certify its platform in a timely fashion could delay the sale of the Company's products and forestall revenue generation.

Forward Looking Statements

This MD&A contains forward-looking statements and forward looking information within the meaning of applicable Canadian securities legislation ("forward looking statements"). Any statements that express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions, potentials, future events or performance (often, but not always, using words or phrases such as "believes", "expects" or "does not expect", "is expected", "anticipates" or "does not anticipate", or "intends" or stating that certain actions, events or results "may", "could", "would", "might" or "will" be taken or achieved) are not statements of historical fact, but are "forward-looking statements". Such forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the actual results, performance or achievements of the Company, or developments in the Company's business or in its industry, to differ materially from the anticipated results, performance, achievements or developments expressed or implied by such forward-looking statements. Forward-looking statements include disclosure regarding possible events, conditions or results of operations that are based on assumptions about future conditions, courses of action and consequences.

Forward-looking statements may also include, without limitation, any statement relating to future events, conditions or circumstances. The Company cautions you not to place undue reliance upon any such forward-looking statements, which speak only as of the date they are made. Forward-looking statements relate to, among other things, the successful commercialization of our technology, comments about potential future revenues, joint development agreements and expectations of signed contracts with customers etc. A variety of inherent risks, uncertainties and factors, many of which are beyond the Company's control, affect the operations, performance and results of the Company and its business, and could cause actual results to differ materially from current expectations of estimated or anticipated events or results. Some of these risks and uncertainties include the risk of not securing required capital in future, the risks of not successfully concluding agreements with potential partners on a timely basis, the risks associated with commercializing and bringing to market our technology. These risks are affected by numerous factors beyond the Company's control: the existence of present and possible future government regulation, the significant and increasing competition that exists in the Company's business sector, uncertainty of revenues, markets and profitability, as well as those other factors discussed in this MD&A report. This list is not exhaustive of the factors that may affect any of the Company's forward-looking statements.

Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward–looking statements. The Company does not undertake to update any forward-looking statements that are incorporated by reference herein, except in accordance with applicable securities law.

1-BUSINESS HIGHLIGHTS (Q1 2016)

- The main achievements of Mobi in Q1 2016 compared to the same period in 2015 could be resumed as follows:
  - Mobi generated $557K sales in 2016 (an increase of 630%) compared to $88K in 2014.
  - Notwithstanding the acquisition of IQ 7/24 Inc. and the addition of salaries and other expenses, the Company has a minor operating expenses increase: $1.256M in Q1 2016 compared to $1.083M in Q1 2015.
  - The operating loss in Q1 2016 is -$699K compared to -$995K in Q1 2015, a decrease of 30%.
- On January 12, 2016, the Company converted debentures issued in February and March 2015 into common shares of the Company. The capital and interest accrued up to January 12th, 2016, were converted at an average price of $0.23 per common share. As a result of the aforementioned conversion, 2,854,996 common shares were issued.
- On February 11, 2016, the Company announced that its wholly owned Argentinian subsidiary, Mobi724 S.R.L. Inc., has signed a commercial agreement with First Data Cono Sur S.R.L. to route its transactions and offer its innovative solutions to First Data's partner banks and retailer clients. The integration of the Mobi's platform with First Data's gateway will allow immediate authorization of coupons and/or rewards redemptions. This agreement will enable First Data and Mobi724 Argentina to offer Mobi's Digital Incentive Engine and services platform to retailers, offer providers, mobile operators and card issuers to create, manage, deliver and authorize incentive campaigns to ANY mobile device or payment card.

  First Data Cono Sur SA is based in Argentina and operates as a subsidiary of First Data International Incorporated, which is a global leader in payment technology and services solutions. With 23,000 owner-associates and operations in 36 countries, the company provides secure and innovative payment technology and services to more than six million merchants and financial institutions around the world, from small businesses to the world's largest corporation, with a presence in 118 countries.
- On February 16, 2016 the Company announces that its subsidiary, Mobi724 Asia Inc., has signed a multi-year agreement with Tangent Solutions, Inc. ("Tangent") in the Philippines to allow the latter to use Mobi724's EMV Payment Solutions. The Company will immediately start the integration process. This integration will enable Tangent's network to become EMV compliant. All banks and all retail payment terminals in the Philippines are required to be EMV complaint.

  Tangent is the leading third-party and EFTPOS terminal service and solutions provider in the Philippines. Tangent offers innovative software for the payment industry and manage the payment terminals fleet for over 80 banks in the Philippines through its partnership with Bancnet (the largest ATM switch in the Philippines) and with all the major credit cards acquirers in the Philippines.
- On March 22, 2016, the Company announces that it has renewed and expanded its yearly contract with IRSA Propiedades ("IRSA") through its subsidiary Mobi724 S.R.L in Argentina. Mobi continues to provide the existing platform and added new services and new programs to the previous contract, thus strengthening further its relationship with IRSA. Through the new contract, IRSA will be launching additional rewards programs throughout the country in most of its 15 shopping malls after the clear positive experience it had using the leading Mobi solutions and platform. The new programs will be launched during the next 12 months. IRSA has also signed on the business and intelligence reporting Mobi provides to be used as a tool for marketing and sales purposes. This SAAS (software as a service) model with a monthly fee and per transaction performance variable fee basis accommodates well this market segment.

  In Argentina, IRSA Propiedades Comerciales owns and operates 15 of the largest shopping center, including: Abasto Shopping, Alto Avellaneda, Paseo Alcorta, Buenos Aires Design, Alto Palermo, Patio Bullrich, Dot Baires Shopping, Soleil Premium Outlet, Distrito Arcos, Córdoba Shopping, Mendoza Plaza Shopping, Alto Rosario, La Ribera Shopping, and Alto Noa Shopping.
- On March 29 2016, the Company announced that it has signed a Strategic Alliance with FutureBrand Argentina, the leading brand strategy & design consultancy. This global strategic alliance will enable Mobi to further expand its business and operations into 5 additional countries in Central and South America. The expansion will commence in Colombia where a leading processor is committed to market Mobi's solutions. The additional countries are: Chile, Peru, Mexico and Argentina, where FutureBrand has offices and operations. Mobi's ability to provide mobility and traceability to payment card issuers and retailers, combined with FutureBrand's market leadership will allow the joint venture to deliver and monetize Mobi's seamless payment card link @ POS transaction and digital marketing solutions.

Through traditional branding skills and foresight, FutureBrand helps companies create the future for their brands and businesses. FutureBrand works in over 21 markets around the world with top international brands.

- In the three-month period ended March 31, 2016, the Company's focus was to continue to grow its sales pipeline by negotiating sales contracts and developing new client accounts.
- The Company is progressing in a new round of financing of $3 million which is expected to be concluded in Q2 or Q3 2016.

2- EVENTS AFTER THE REPORTING PERIOD (Q1 2016)

- On April 14 2016, the Company held an Annual and Special Shareholders Meeting during which it was approved the 2014 audited financial statements, the election of the directors and the appointment of the auditors.
- On April 29, 2016, the Company has filed its financial results for the year ended December 31, 2015.
  - The results for the year ended December 31, 2015 reflect year over year revenue growth of 290 %, and operating loss reduction of 70 % as compared to the previous year not including the recent strategic acquisition of IQ/724.
  - Important financial progress has been achieved in 2015:
    - Revenue of $437k for the year ended December 31, 2015 (an increase over 290%) as compared to $149k for the year ended December 31, 2014;
    - The strategic acquisition of IQ/724, concluded in December 2015 (not consolidated in 2015):
      i. IQ/724 generated sales of $1.54M in 2015;
      ii. IQ/724 financial statements will be consolidated in Mobi724 Global Solutions in 2016;
      iii. Both Mobi724 and IQ/724 have a high recurring revenue model;
    - A Material operating expenses reduction of $5.3M (a reduction of 70%) from $7.5 to $2.2M;
    - Loss from operations before depreciation, amortization, and stock based compensation was $1.75M for the year ended December 31, 2015 (a reduction of more than 75%), as compared to $7.35M for the year ended December 31, 2014;

3-FINANCIAL HIGHLIGHTS

Annual Information

(in $'000)	**March 31,2016**	**March 31, 2015**
Sales	557	88
Operating Expenses	1,256	1,083
Operating Loss	(699)	(995)
Other Expenses (Income)	298	3,371
Income Tax expense (recovery)	(34)	(34)
Net Loss	(964)	(4,332)
Loss per share		
Basic and Diluted	$(0.01)	$(0.10)
Cash flow from operating activities before changes working capital items	(629)	(784)
Cash flow from operating activities	(997)	(514)
Acquisitions of property and equipment	(1)	(0)
Additions to intangible assets	(0)	(7)
Cash flow from financing activities	524	275

(in $'000)	March 31, 2016	Dec 31, 2015
Cash		431
Total assets	8,147	7,391
Long term debt	154	152
Shareholders' equity	1,522	1,488
Other		
Weighted average outstanding shares		
Basic and Diluted	99,196,720	54,842,189

4-CONSOLIDATED RESULTS

Business combinations

Acquisition of IQ 7/24 Inc.

On January 1, 2016, in an effort to further its business objectives, the Company amended its acquisition agreement whereby the Company acquired 100% of the common shares of IQ 7/24 Inc. ("IQ"), a company operating in Montreal, Canada. As part of the original agreement signed on December 22, 2015, the previous shareholders maintained control of the Company until the occurrence of certain future events. The agreement was subsequently modified, giving the Company control over IQ effective January 1, 2016.

The Company invested $250,000 as at December 31, 2015 for the acquisition of 16.67 shares of IQ and has acquired 100 additional shares of IQ for contingent consideration to be determined based on a formula using the results of IQ and the Company for the years ended December 31, 2017 or December 31, 2017 and December 31, 2018. The previous shareholders of IQ can elect to have their balance of purchase price paid either by shares of the Company or a combination of shares and cash. In the case of nonpayment by the Company, the previous shareholders of IQ have maintained certain rights.

The following table summarizes the estimated fair value of assets acquired and liabilities assumed at the acquisition:

	$
Assets acquired	
Current assets	260 327
Intangible assets	275 341
Goodwill	1 338 969
	1 874 637
Liabilities assumed	
Current liabilities	874 637
Fair value of net assets acquired	1 000 000
Consideration :	
Acquisition of 16.67 shares of IQ	250 000
Estimate of contingent consideration payable	750 000
	1 000 000

As at March 31, 2016, the Company has not finalized the purchase price allocation.

The consolidated financial statements include the results of IQ for the period from January 1, 2016, the acquisition date. From the date of acquisition, IQ contributed approximately $422,470 to total revenue and approximately 41,547$ to the net loss of the Company.

Net loss

The Company generated a net loss of $964K for the three-month period ended March 31, 2016 (net loss of $4.3M in 2015) for a total change of $3.4M, which is comprised of the following:

	In $M
Net Loss Q1 2016	0.964
Increase in Sales	0.469
Decrease (increase) in Operating Expenses	(0.173)
Decrease (increase) in Financial Expenses (1)	3.073
Decrease (increase) in income tax expense (net of deferred tax recovery)	
Total Decrease in Net Loss	3.369

(1) The main reason of the financial expenses decrease in 2016 is that the fair value adjustment on liability for acquisition of Solutions Mobi724 (remaining 49% shares purchased in October 2015) was $2.095M in 2015 and $557K in 2016.

During the year ended December 31, 2014, the purchase price allocation was completed. The completion did not result in any modifications to the preliminary purchase price allocation. The Company also entered into an amendment to the acquisition agreement that modified the terms of the obligation to acquire the non-controlling interest of Mobi. The liability is to be settled by issuing the remaining Mobi shareholders a certain number of shares of the Company that will ensure the remaining Mobi shareholders a fixed percentage ownership of the Company. During the year ended December 31, 2015, 14,493,174 shares were issued having a value of $869,584. Approximately 8 million shares will be issued in 2016 to settle the remaining liability.

5-CASH FLOW AND LIQUIDITY

At March 31, 2016 the Company had a balance of $0 in cash and total assets of $8.1M with total liabilities of $8.1M. In comparison at December 31, 2015, the Company had a balance of cash of $0.4M with total assets of $7.4M and total liabilities of $7.4M.

The ability of the Company to continue as a going concern and to realize the carrying value of its assets and discharge its liabilities when due is dependent on future events including maintaining and raising adequate capital from either shareholders or outside lenders to finance future development activities. Please refer to the section on Financing Activities below for events that pertain to the continued viability of the Company. There is no certainty that these or other strategies will be sufficient to permit the Company to continue beyond Q1 2016.

Summary for the cash flow activities are detailed below:

Operating Activities

For the three-month period ended March 31, 2016, the cash flow used from operating activities amounted to $1.0M ($0.5M in 2015).

Investing Activities

For the three-month period ended March 31, 2016, $0.001M was invested for the acquisition of property, equipment and intangible ($0.007M in 2015).

Financing Activities

For the three-month period ended March 31, 2016, the Company obtained the following financing:

Warrants exercised

During the three month period ended March 31, 2016, a total of 3,030,303 warrants were exercised for a cash consideration of $250,000 (exercise price at $0.0825).

Proceeds from demand debt
During the three month period ended March 31, 2016, the Company obtained a loan of an amount of $120,000 from a shareholder which is refundable at the reception of the 2015 grants from a Quebec program named Development E-Commerce.

Liquidity
Liquidity risk is the risk that the Company will not be able to meet its obligations as they fall due.

The Company manages liquidity risk through the management of its capital structure and financial leverage.

It also manages liquidity risk by continuously monitoring actual and projected cash flows. The Board of Directors reviews and approves the Company's operating and capital budgets, as well as any material transactions out of the ordinary course of business.

The contractual obligations of the Company as at March 31, 2016, were comprised of accounts payable and accrued liabilities, liability for the acquisition of non-controlling interest of Solutions Mobi724 Inc. (to be paid in shares), demand debt, convertible debt, long-term debt, contingent consideration and deferred income taxes in the aggregate amount of $6,624,719 ($5,903,265 in December 31, 2015). The Company's cash resources were $0 as at March 31, 2016 ($430,979 in December 31, 2015).

The Company's consolidated financial statements have been prepared on a going concern basis in compliance with IFRS as issued by the IASB. A going concern basis contemplates the realization of assets and the settlement of liabilities in the normal course of business as they come due. In assessing whether the going concern assumption is appropriate, management takes into account all available information about the future, which is at least, but not limited to twelve months from the end of the reporting period. Management is aware, in making its assessment, of material uncertainties related to events and conditions that may cast a significant doubt upon the Company's ability to continue as a going concern as described in the following paragraphs, and accordingly, the appropriateness of the use of accounting principles applicable to a going concern. These consolidated financial statements do not reflect the adjustment to the carrying values of assets and liabilities, expenses and financial position classifications that would be necessary if the going concern assumption was not appropriate. These adjustments could be material.

While management has been successful in the past at securing financing through the issuance of new equity and debt, there can be no assurance it will able to do so in the future. As such, the Company's continued existence is dependent upon obtaining additional financing for its operations, complete projects in progress and continue its development work. Given the uncertainty involved in successfully executing on strategy, the realization of assets and discharge of liabilities are each subject to significant uncertainty.

It is not possible to predict whether the actions taken as a result of the Company's initiatives will result in improvements to its financial condition sufficient to allow the Company to continue as a going concern. If the going concern basis is not appropriate, material adjustments will be necessary to the carrying amounts and/or classification of assets and liabilities.

6- SHARE CAPITAL TRANSACTIONS

A summary of the Company's share capital transaction for the three-month period ended March 31, 2016 are as follows:

Shares issued on conversion of convertible debt
- During the three month period ended March 31, 2016, Unsecured Convertible Debenture, for an aggregate amount of $650,778 (capital and accrued interest), have been converted into 2,854,996 common at an average share's price of $0.23. The liability component accounted was $628,968 and the equity component accounted was $105,255 for a total of $734,223.

Warrants exercised
During the three month period ended March 31, 2016, a total of 3,030,303 warrants were exercised for a cash consideration of $250,000 (exercise price at $0.0825).

7-STATEMENT OF FINANCIAL POSITION

Assets

As at March 31, 2016, total assets amounted to $8.1M, an increase of $.7M when compared to December 31, 2015.

ASSETS	**March 31, 2016** **$**	**Dec 31, 2015** **$**
CURRENT ASSETS		
Cash		430,979
Short-term investments	39,425	39,425
Trade and other receivables	853,943	215,783
Prepaid expenses	170,991	21,498
	1,064,359	707,685
NON-CURRENT ASSETS		
Financial derivative asset [(1)]	-	993,095
Property and equipment	7,528	10,469
Intangible assets	2,597,150	2,540,486
Goodwill	4,478,160	3,139,191
	7,082,838	6,683,241
	8,147,197	7,390,926

Accounts Payable and Accrued Liabilities

	March 31, 2016 **$**	**Dec 31, 2015** **$**
Accounts payable and accrued liabilities	2,225,586	1,570,498
Salaries and related benefits	200,451	260,714
Amounts due to related parties	-	-
Liability for third party garnishment resulting from assumption of judgment against former directors (a)	250,000	250,000
	2,676,037	2,081,212

(a) In February 2014, the Company assumed a liability in the amount of $1,000,000 for the settlement of a judgement rendered by the Quebec Superior Court issued on December 4, 2013 against two former directors and founders of the Company and the Company with respect to a garnishment issued against the Company pursuant to a judgement rendered against the former directors and founders. A payable of $1,000,000 was recorded as at December 31, 2013. An amount of $750,000 was paid at signing in February 2014, and the balance including interest to be paid no later than June 27, 2014. As at December 31, 2015 and March 31, 2016, an amount of $250,000 remains payable.

Contingencies and Events after the Reporting Period

To the best of management's knowledge, the Company is presently in compliance, in all material respects, with the laws and regulations already in place.

Off-Balance Sheet Transactions

As at March 31, 2016, the Company had not entered into any significant off-balance sheet transactions.

8-Related Party Transactions

The following table summarized the transaction and balances outstanding with related parties of the Company:

	March 31, 2016 $	March 31, 2015 $
Transactions:		
Rent paid to company controlled by significant shareholder	31,443	28,210
	31,443	28,210

	March 31, 2016 $	March 31, 2015 $
Balances outstanding:		
Amounts due to officers and directors	53,246	11,498
Amounts due to persons that are significant shareholders and founders of the Company		278,899
Demand debt due to director and significant shareholder		80,000
Convertible debt due to directors and significant shareholder	53,108	400,000
	106,354	770,397

Compensation of key management personnel

The remuneration of directors and other members of key management personnel during the year were as follows:

	March 31, 2016 $	March 31, 2015 $
Management fees, commissions and finder's fees and salaries	296,900	
Share-based payments compensation	3,306	
	300,206	

9-Information on Oustanding Shares

Data on Available Outstanding Shares (as at March 31, 2016):

	Number
Common shares	100,037,781
Options	7,086,000
Warrants	2,107,591

During the three-month period ended March 31, 2016, no stock options were issued to directors, officers, employees and consultants of the Company.

During the three-month period ended March 31, 2016, no warrants were issued.

10-SELECTED FINANCIAL INFORMATION

The following table provides selected financial information for the last eight quarters:

SELECTED FINANCIAL INFORMATION								
LAST 8 QUARTERS	**2016**	2015				2014		
	First	Fourth	Third	Second	First	Fourth	Third	Second
Revenues	**557 385 $**	437 114 $	271 505 $	160 606 $	88 108 $	84 453 $	27 842 $	24 145 $
Net Income (Loss)	**(963 589) $**	(2 133 968) $	(1 985 145) $	(2 811 460) $	(4 332 346) $	462 777 $	(2 847) $	(1 523 061) $
EPS (In dollars):								
Basic and diluted	**(0,01) $**	(0,04) $	(0,04) $	(0,06) $	(0,10) $	0,01 $	- $	(0,04) $

11-OUTLOOK FOR 2016

Following the completion of a 3 years strategic planning (2016–2018), our main areas of focus will be:

- The monetization of our payment solutions in Asia;
- The monetization of our couponing solutions in Canada and in Latin America and in Caribbean;
- Conclusion of strategic partnership in other territories;
- To continue growing our contract with the Royal Bank of Canada in the Caribbean;
- Generate synergies following the acquisition of IQ7/24;
- Evaluate the migration to the TSX Venture stock exchange;
- To seek the completion of additional strategic acquisition.

12-CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of consolidated financial statements requires the Company's management to make estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, and revenues and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgments about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in any future periods affected. The estimates and assumptions that have a significant risk of causing material adjustments to the Company's financial statements are addressed below.

Business combinations

For business combinations, the Company must make assumptions and estimates to determine the fair value of the business acquired. To do so, the Company must determine the acquisition-date fair value of the identifiable assets acquired, including such intangible assets as electronic gateways and processor connections, and liabilities assumed. Goodwill is measured as the excess of the fair value of the consideration transferred including the recognized amount of any non-controlling interest in the acquiree over the net recognized amount of the identifiable assets acquired and liabilities assumed, all measured at the acquisition date. Additionally, the Company must make assumption on the discount rate and estimated future revenue to determine the fair value of the liability for the consideration transferred. These assumptions and estimates have an impact on the asset and liability amounts recorded in the consolidated statement of financial position on the acquisition date. In addition, the estimated useful lives of the acquired amortizable assets, the identification of intangible assets and the determination of the indefinite or finite useful lives of intangible assets acquired will have an impact on the Company's future profit or loss.

Impairment of non-financial assets

Impairment assessments may require the Company to determine the recoverable amount of a cash-generating unit ("CGU"), defined as the smallest identifiable group of assets that generates cash inflows independent of other assets. This determination requires significant estimates in a variety of areas including: the determination of fair value, selling costs, timing and size of cash flows, and discount and interest rates. The Company supports all assumptions made in the above estimates and updates such assumptions to reflect the best information available to the Company if and when an impairment assessment requires the recoverable amount of a CGU to be determined.

Share-based payments
The estimation of share-based payment costs requires the selection of an appropriate valuation model and consideration as to the inputs necessary for the valuation model chosen. The Company has made estimates as to the volatility of its own shares, the probable life of options, the time of exercise of those options and expected extinguishments. The model used by the Company is the Black-Scholes model.

Valuation of financial instruments
The Company uses valuation techniques that include inputs that are not based on observable market data to estimate the fair value of certain types of financial instruments. Management believes that the chosen valuation techniques and assumptions used are appropriate in determining the fair value of financial instruments.

Income taxes
The company is subject to income taxes in numerous jurisdictions. Significant judgment is required in determining the worldwide provision for income taxes. There are transactions and calculations for which the ultimate tax determination is uncertain. The company recognizes liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the current and deferred income tax assets and liabilities in the year in which such determination is made.

13- New Accounting Standards Adopted in 2014
A number of new and revised standards are effective for annual periods beginning on or after January 1, 2014. Information on these new standards is presented below:

IFRIC 21 – Levies

IFRIC 21 clarifies that:

- the obligating event that gives rise to the liability is the activity that triggers the payment of the levy, as identified by the government's legislation. If this activity arises on a specific date within an accounting period then the entire obligation is recognised on that date.
- the same recognition principles apply in the annual and interim financial statements.

IFRIC 21 has been applied retrospectively in accordance with its transitional provisions and had no material effect on the consolidated financial statements.

Recoverable Amount Disclosures for Non-Financial Assets (Amendments to IAS 36)

These amendments clarify that an entity is required to disclose the recoverable amount of an asset (or cash generating unit) whenever an impairment loss has been recognised or reversed in the period. In addition, they introduce several new disclosures required to be made when the recoverable amount of impaired assets is based on fair value less costs of disposal, including:

- additional information about fair value measurement including the applicable level of the fair value hierarchy, and a description of any valuation techniques used and key assumptions made.
- the discount rates used if fair value less costs of disposal is measured using a present value technique.

The amendments have been applied retrospectively in accordance with their transitional provisions.

14 –Accounting Standards Issued But Not Effective Yet
At the date of authorisation of these consolidated financial statements, certain new standards, and amendments to existing standards have been published by the International Accounting Standards Board ("IASB") that are not yet effective, and have not been adopted early by the Company. Information on those expected to be relevant to the Company's consolidated financial statements is provided below.

Management anticipates that all relevant pronouncements will be adopted in the Company's accounting policies for the first period beginning after the effective date of the pronouncement. New standards, interpretations and amendments not either adopted or listed below are not expected to have a material impact on the Company's financial statements.

IFRS 9 'Financial Instruments' (2014)

The IASB recently released IFRS 9 'Financial Instruments' (2014), representing the completion of its project to replace International Accounting Standard ("IAS") 39 'Financial Instruments: Recognition and Measurement'. The new standard introduces extensive changes to IAS 39's guidance on the classification and measurement of financial assets and introduces a new 'expected credit loss' model for the impairment of financial assets. IFRS 9 also provides new guidance on the application of hedge accounting.

The Company's management have yet to assess the impact of IFRS 9 on these consolidated financial statements. The new standard is required to be applied for annual reporting periods beginning on or after 1 January 2018.

IFRS 15 'Revenue from Contracts with Customers'

IFRS 15 presents new requirements for the recognition of revenue, replacing IAS 18 'Revenue', IAS 11 'Construction Contracts', and several revenue-related Interpretations. The new standard establishes a control-based revenue recognition model and provides additional guidance in many areas not covered in detail under existing IFRSs, including how to account for arrangements with multiple performance obligations, variable pricing, customer refund rights, supplier repurchase options, and other common complexities.

IFRS 15 is effective for reporting periods beginning on or after January 1, 2017. The Company's management have not yet assessed the impact of IFRS 15 on these consolidated financial statements.

15-RISKS AND UNCERTAINTIES

The Company operates in the technology industry which is subject to numerous significant risks that can influence the profitability of a company. The Company has disclosed several risks below which it believes to be the most significant and that could have a material impact on its current operations. There may exist other risks that are not indicated below which may currently exist or can arise in the future regarding the Company's operations. An investment in the Company should be considered highly speculative due to the nature of the Company's activities and its current stage of development. For additional discussion of risk factors, please refer to the Company's Annual Information Form which is available upon request from the Company or on its profile at www.sedar.com.

FINANCIAL RISKS

Future financing

Due to the Company's severe liquidity constraints, the success of future operations is directly linked to the ability to access to required capital. Over the past several years, the Company has successfully raised funding to support its development initiatives and fund its Company's corporate structure and overheads. The financing environment for early stage technology companies remains challenging and there is no certainty that the Company will be able to continue to raise financing as it has in the past to continue to support its business initiatives.

Access to capital markets

To fund its growth, the Company is often dependent on securing the necessary capital through loans or issuing equity. The availability of this capital is subject to general economic conditions and lender and investor interest in the Company's projects. To ensure the availability of capital, the Company maintains an investor relations program in order to inform all shareholders and potential investors of the Company's developments.

Foreign exchange rates

The functional currency of the Company is the Canadian dollar. The Company is exposed to foreign exchange risk as a portion of its monetary balances are denominated in U.S, dollars, Philippine Peso and Argentina Peso. The Company is, therefore, exposed to gains and losses due to fluctuations in these currencies. The Company does not use derivatives to manage the exposure to foreign exchange risk.

Fluctuation in interest Rates

The Company has long term debt that is exposed to risks associated to fluctuations in interest rates. The Company entered into long term financing agreement that bears interest that fluctuate.

OPERATIONAL RISKS

Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its obligations as they fall due. The Company's long-term debts are collateralized by equipment of the Company. The Company manages liquidity risk through the management of its capital structure and financial leverage. It also manages liquidity risk by continuously monitoring actual and projected cash flows. The Board of Directors reviews and approves the Company's operating and capital budgets, as well as any material transactions out of the ordinary course of business.

Credit risk
Credit risk is the risk of an unexpected loss if a customer or third party to a financial instrument fails to meet its contractual obligations. Financial instruments that potentially subject the Corporation to credit risk consist of cash, short term investments, accounts receivable, and deposits. The Company offsets these risks by depositing its cash and its short-term investments with international financial institutions with low risk credit ratings.

Industry competition
The technology industry is very competitive and the Company has to compete with other companies relating to access to capital, attraction of technical labour and resources, and market demand. The Company has made significant strides in developing its products over the past four years in its attempt to commercialize products with its various strategic development partners. As of the current fiscal year, the Company has completed its development efforts to the point that it has product available for sale. For most sales in the payment industry, there are additional steps needed to certify a payment solution in order to deploy it. The Company has secured certifications in several important jurisdictions, but each market territory requires separate certifications with various payment acquirers, banks or processors. There remain uncertainties as to the Company's ultimate ability to complete necessary certifications in a timely fashion to deploy successful customer solutions.

Market demand
The Company has entered into multiple joint development agreements whereby our partners are subjecting our prototype products to rigorous testing. While this was very encouraging, there is no guarantee that they will continue. Some of the joint development partners that we are dealing with are private companies and there is a potential risk of those companies having to secure all of their requisite financing to support their orders and their working capital requirement.

Qualified technical labour
The lack of qualified technical labour is a global risk for all technology companies including Mobi that can threaten to reduce productivity, increase operating costs, and cause project delays.

Key management
The Company is dependent on a relatively small number of key employees, of which the loss of any could have an adverse effect on its operations and financial reporting resulting in potential material weaknesses in the Company's environment of internal controls over financial reporting and disclosure controls and procedures.

Litigation
All industries, including the technology industry, are subject to legal claims, with and without merit. The Company may in the future be involved in various legal proceedings. While the Company believes it is unlikely that the final outcome of these legal proceedings will have a material adverse effect on the financial position or results of operations, defense costs will be incurred, even with respect to claims that have no merit. Due to the inherent uncertainty of the litigation process, there can be no assurance that the resolution of any particular legal proceeding will not have a material adverse effect on the Company's future cash flow, results of operations or financial position.

Risks linked to common shares
The price of common shares can fluctuate for several reasons such as the exchange rate, financing and several other factors. It is possible that the price of common shares might experience significant volatility that has a negative impact on the market capitalization of the Company.

(s) Marcel Vienneau
Marcel Vienneau
Chief Executive Officer

(s) Luc Charbonneau
Luc Charbonneau
CFO and COO